

SEATTLE GENETICS INC /WA

Form 4

December 08, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SIEGALL CLAY B**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**SEATTLE GENETICS INC /WA**  
**[SGEN]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**21823 30TH DRIVE SE**  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/06/2016**

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
**President and CEO**

**BOTHELL, WA 98021**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 12/06/2016                              |                                                             | M                                    | 10,423 A                                                                | \$ 10.29 649,258 <sup>(1)</sup>                                                                                    | D                                                                       |                                                                   |
| Common<br>Stock                       | 12/06/2016                              |                                                             | S <sup>(2)</sup>                     | 10,423 D                                                                | \$ 66.3502 638,835 <sup>(1)</sup><br><sup>(3)</sup>                                                                | D                                                                       |                                                                   |
| Common<br>Stock                       | 12/06/2016                              |                                                             | M                                    | 4,042 A                                                                 | \$ 10.2 642,877 <sup>(1)</sup>                                                                                     | D                                                                       |                                                                   |
| Common<br>Stock                       | 12/06/2016                              |                                                             | S <sup>(2)</sup>                     | 4,042 D                                                                 | \$ 65.7043 638,835 <sup>(1)</sup><br><sup>(4)</sup>                                                                | D                                                                       |                                                                   |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount or Number of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------|
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 10.2                                                            | 12/06/2016                              |                                                             | M                                    | 4,042                                                                                                        | <u>(5)</u><br>05/25/2017                                       | Common<br>Stock                                                | 4,042                         |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 10.29                                                           | 12/06/2016                              |                                                             | M                                    | 10,423                                                                                                       | <u>(6)</u><br>08/28/2017                                       | Common<br>Stock                                                | 10,423                        |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                   |       |
|------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                            | Director      | 10% Owner | Officer           | Other |
| SIEGALL CLAY B<br>21823 30TH DRIVE SE<br>BOTHELL, WA 98021 | X             |           | President and CEO |       |

## Signatures

/s/ Jean Liu 12/08/2016

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Amount of securities beneficially owned following reported transactions includes restricted stock units subject to vesting.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (3) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$65.90 to \$66.71. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the

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sales were effected.

Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$65.43 to \$65.90. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the Securities and Exchange

- (4) Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (5) Shares vested at a rate of 25% on 5/25/08 and monthly thereafter until all the shares were fully vested on 5/25/11.
- (6) Shares vested at a rate of 25% on 8/28/08 and monthly thereafter until all the shares were fully vested on 8/28/11.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.